

RECORDATION NO. 26162-E
AUG 18 3:57 PM
SURFACE TRANSPORTATION BOARD

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OF COUNSEL
URBAN A. LESTER

August 18, 2006

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Termination and Release of Security Interest, dated as of August 16, 2006, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Security Agreement previously filed with the Board under Recordation Number 26162-C.

The name and address of the party to the enclosed document are:

Secured Party/Assignee: Bank of America, N.A.
600 Peachtree Street, N.E.
Atlanta, Georgia 30308

Debtor/Assignor: Infinity Rail, LLC
817 West Peachtree Street, Suite M110
Atlanta, Georgia 30308

Mr. Vernon A. Williams
August 18, 2006
Page 2

A description of the railroad equipment covered by the enclosed document is:

38 railcars: GMRC 1200, SLR 2403 – SLR 2405 and within the series PPU 8000 – PPU 8020 and MSDR 194202 – MSDR 194298 as more particularly set forth in the equipment schedule attached to the document.

A short summary of the document to appear in the index is:

Partial Termination and Release of Security Interest.

Also enclosed is a check in the amount of \$34.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/sem
Enclosures

Partial Termination and Release of Security Interest

For valued received, Bank of America, N.A. ("Secured Party"), only with respect to the railroad equipment described in Schedule 1 attached hereto (the "Released Rail Cars"), terminates and releases any and all rights and interests of Secured Party with respect to the Released Rail Cars, including without limitation any security interests in the Released Rail Cars pursuant to the Security Agreement dated as of January 30, 2006, between Infinity Rail, LLC, as debtor, and Bank of America, N.A., as secured party.

A memorandum of Secured Party's rights and interests with respect to the Released Rail Cars under the above-referenced Security Agreement was recorded with the Surface Transportation Board on January 31, 2006, at 12:10 p.m. under Recordation No. 26162-C. To the extent (but only to the extent) relating to the Released Rail Cars, Secured Party releases and terminates its rights and interests covered by that memorandum.

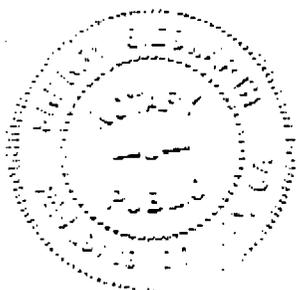
EXECUTED as of August 16, 2006.

BANK OF AMERICA, N.A.

By: Luke E. Barnett
Luke E. Barnett
Vice President

State of Georgia, County of Fulton

On August 17, 2006, before me personally appeared Michael J. Romano, to me personally known, who being by me duly sworn says that he is Senior Vice President of Bank of America, N.A., and that, as such officer, being duly authorized to do so, he executed the foregoing instrument on behalf of said bank.



Sherry Segurth
Notary Public
My commission expires: 12/31/07

[NOTARIAL SEAL]

Schedule 1
Released Rail Cars

The following items, wherever located, now owned or hereafter acquired or arising, and all proceeds and products thereof, whether derived from voluntary or involuntary disposition or otherwise, and all accessions thereto:

(a) the rail cars described below, by type, reporting marks and road numbers (the "Released Rail Cars");

(b) all rights of Infinity Rail, LLC under and to any and all refurbishment, renovation or other improvement contracts with respect to the Released Rail Cars; and

(c) all general intangibles, chattel paper, insurance proceeds, insurance refund claims, tort claims, documents, and instruments in each case to the extent relating to the Released Rail Cars, together with all income therefrom, increases thereunder and proceeds thereof.

Released Rail Cars:

Reporting marks and road numbers:

Unit Count	Mark	Number		Unit Count	Mark	Number
1	GMRC	1200		22	MSDR	194202
2	SLR	2403		23	MSDR	194203
3	SLR	2404		24	MSDR	194204
4	SLR	2405		25	MSDR	194212
5	PPU	8000		26	MSDR	194214
6	PPU	8001		27	MSDR	194219
7	PPU	8003		28	MSDR	194224
8	PPU	8004		29	MSDR	194239
9	PPU	8006		30	MSDR	194249
10	PPU	8007		31	MSDR	194256
11	PPU	8008		32	MSDR	194257
12	PPU	8009		33	MSDR	194262
13	PPU	8010		34	MSDR	194264
14	PPU	8012		35	MSDR	194266
15	PPU	8013		36	MSDR	194271
16	PPU	8014		37	MSDR	194296
17	PPU	8015		38	MSDR	194298
18	PPU	8016				
19	PPU	8017				
20	PPU	8019				
21	PPU	8020				

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: August 18, 2006



Robert W. Alvord